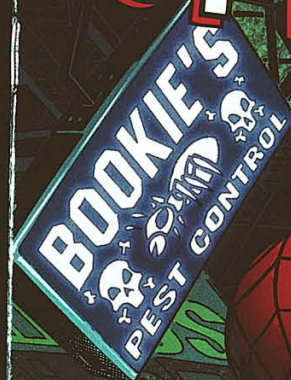


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the AMAZING SPIDER-MAN



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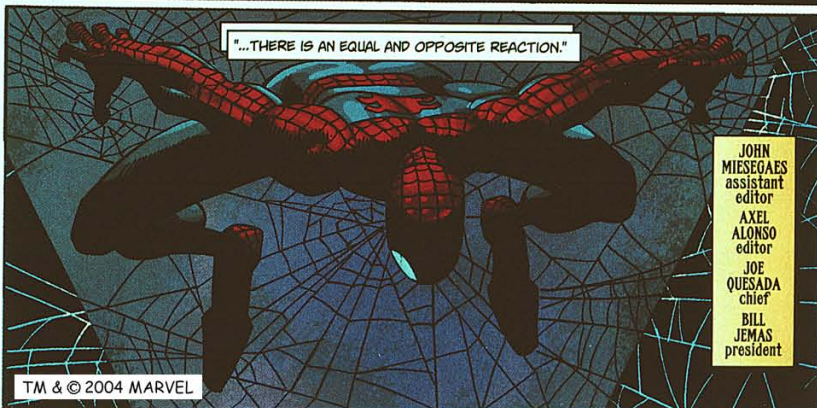
"SCIENCE TELLS US THAT FOR EVERY ACTION..."

J. MICHAEL
STRACZYNSKI
words
JOHN ROMITA Jr.
pictures
SCOTT HANNA
inks
DAN KEMP
colors
RS & COMICRAFT's
WES ABBOTT
letters



AT A DEMONSTRATION ON RADIATION, HIGH SCHOOL STUDENT PETER PARKER WAS BITTEN BY AN IRRADIATED SPIDER FROM WHICH HE GAINED THE AMAZING SPIDER-MAN'S INCREDIBLE ABILITIES. OF HIS FELLOW KILLED HIS BELOVED UNCLE BEN, A GRIEF-STRIKEN PETER VOWED TO USE HIS GREAT POWERS IN THE SERVICE OF HIS FELLOW MAN, BECAUSE HE LEARNED AN INVALUABLE LESSON: WITH GREAT POWER MUST ALSO COME GREAT RESPONSIBILITY. STAN LEE PRESENTS: THE AMAZING SPIDER-MAN

Sensitive
Issues

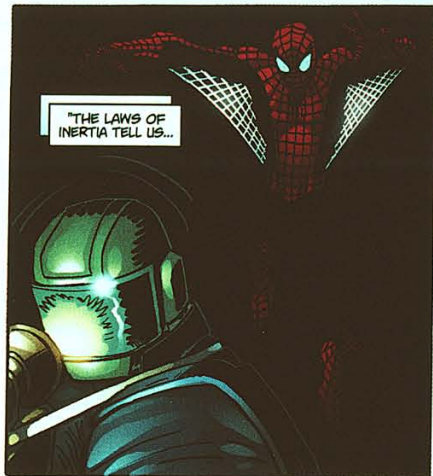


"...THERE IS AN EQUAL AND OPPOSITE REACTION."

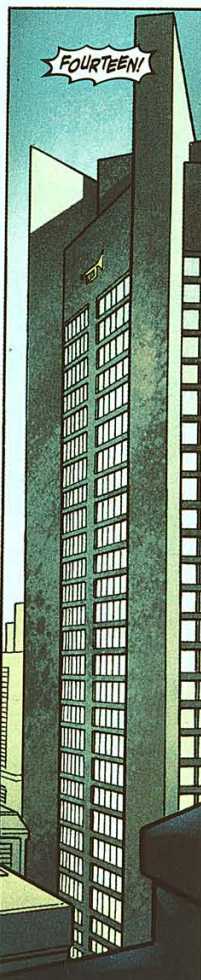
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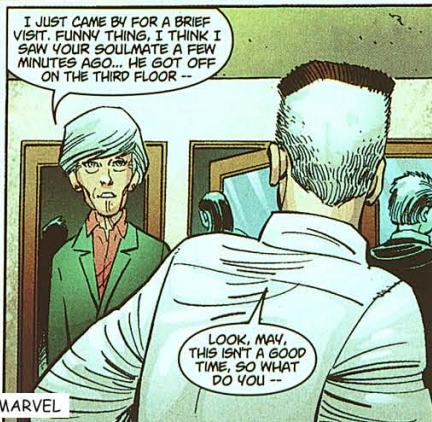
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there's more
than one way to
share a starburst.

Starburst
isn't life juicy?

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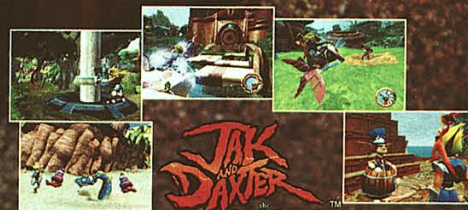


A NEW LEGACY IS BORN. IN THE HERO COMMUNITY YOU HAVE TWO TYPES: THOSE THAT FIGHT EVIL AND THOSE THAT HAPPEN TO BE AROUND WHILE OTHERS ARE DOING THE FIGHTING. INTRODUCING JAK (THE FIGHTER) AND DAXTER (JUNA, THE OTHER GUY). JOIN THEM AS THEY VOYAGE TO DEFEAT THE FORCES OF EVIL ON AN ADVENTURE MANY DREAM ABOUT... BUT FEW DARE ATTEMPT. TO FIND OUT MORE ABOUT THEIR LEGENDARY QUEST, CHECK OUT WWW.JAKANDDAXTER.COM



Violence

NAUGHTY DOG



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VOLUMES,
JONAH,
VOLUMES.



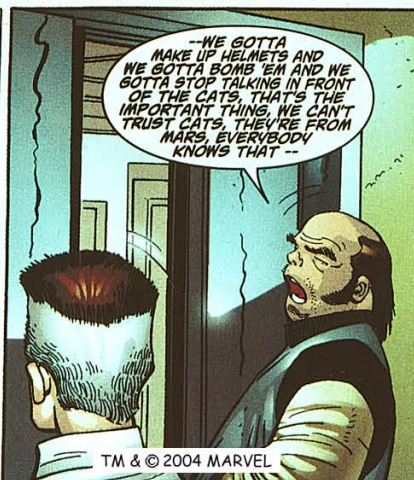
FINE, WHATEVER, I
DON'T HAVE TIME FOR
THIS. FIFTY CENTS ON
WEEKDAYS, A BUCK
ON SUNDAY, I CAN
AFFORD THE
LOSS.

THANK
YOU. GOOD DAY,
JONAH.



ROMANS
LOSING IT. SOME
DAYS I THINK THE
WHOLE FAMILY'S CRAZY
AS A BEDBUG.
IT'S --

IT'S THE LEFTIES AND THE
LIBERAL MEDIA ELITE AND
THE MICROWAVES FROM
MARS. THAT'S THE KICKER.
THAT'S WHAT WE'VE GOT
TO TELL THE WORLD --



--WE GOTTA
MAKE UP HELMETS AND
WE GOTTA BOMB 'EM AND WE
GOTTA STOP TALKING IN FRONT
OF THE CATS. THAT'S THE
IMPORTANT THING. WE CAN'T
TRUST CATS. THEY'RE FROM
MARS. EVERYBODY
KNOWS THAT --



...SIGH...

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GIVE THAT

**PUNCHING
BAG THINGY**

IN THE BACK
OF YOUR
THROAT

**A SERIOUS
BEATING**

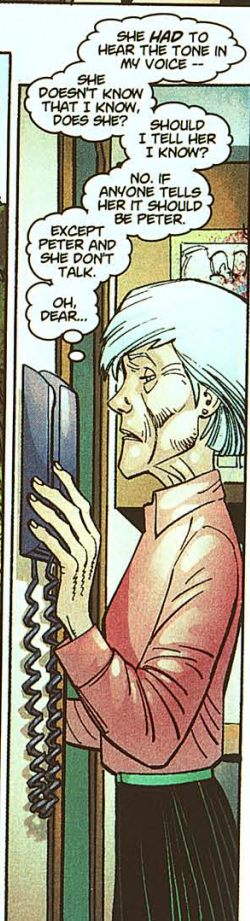


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-- IT'S JUST A LITTLE FURTHER, MR. PARKER. THIS WAY...

THIS ISN'T THE SAME PLACE YOU AND THE OTHER KIDS LIVE --

NO, THERE'S LOTS OF PLACES LIKE THIS. WHEN YOU'RE ON THE STREET, YOU KINDA LIVE WHERE YOU CAN. IF IT'S AN ABANDONED BUILDING OR A FLAT AREA UNDER A BRIDGE, YOU CAN BE SURE SOMEBODY'S SQUATTING THERE.

SUSIE? YOU THERE?

JENNY... HEY...

HI. THIS IS MR. PARKER, THE ONE I WAS TELLING YOU ABOUT.

HI.

HI, SO WHAT'S THE PROBLEM?

I CAME HERE WITH THIS GUY, MIKE, ABOUT TWO WEEKS AGO. WE SPLIT 'CAUSE HE WAS DOING DRUGS AND I TOLD HIM I DIDN'T WANT ANY PART OF THAT, BUT I KEPT TRYING TO HELP HIM GET PAST IT.

YEAH, HERE'S A SPOT.

HE SAID HE WAS GONNA GET STRAIGHT, BUT THE NEXT DAY, HE WAS JUST GONE.

DID YOU TELL THE POLICE?

SNIRF! YEAH, LIKE THAT DID ANY GOOD. "YOU KNOW HOW MANY KIDS DRIFT IN AND OUT OF HERE EVERY DAY?" THEY SAID "HOW DO WE KNOW HE'S MISSING IF HE'S IN A DIFFERENT TOWN EVERY COUPLE OF WEEKS?"

I TOLD 'EM HE WOULDN'T JUST UP AND LEAVE LIKE THAT, BUT THEY SAID IT HAPPENS ALL THE TIME, GIRLS GET DITCHED, BUT THAT'S NOT THE POINT. IT'S LIKE, IF YOU DON'T HAVE A REGULAR ADDRESS, OR A JOB, THEY DON'T WANT TO DO ANYTHING.

I...DON'T REALLY KNOW WHAT I CAN DO ABOUT THIS, SUSIE... ON ONE LEVEL, THEY'RE RIGHT, IF A KID'S ON THE ROAD, A DRIFTER, IT'S HARD TO PROVE HE'S MISSING --

BUT HE IS, MR. PARKER, AND SOMETHING ELSE...

HE'S NOT THE ONLY ONE.



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THE ANTI-DRUG.



IT'S LOTS OF STREET GUYS AROUND HERE. MOST OF 'EM ARE AROUND LATE HIGH SCHOOL, EARLY COLLEGE AGE, MOSTLY UP USERS. THEY'VE BEEN JUST UP AND DISAPPEARING.

HAVE YOU REPORTED THIS TO THE --



RIGHT... NEVER MIND.

HAVE THERE BEEN ANY BODIES FOUND?



NO, THAT'S THE THING. IT'S LIKE THEY LITERALLY JUST DISAPPEARED. AND A LOT OF 'EM WERE, LIKE, JUST STARTING TO GET THEIR LIVES TOGETHER, Y'KNOW?



I'LL BE HONEST WITH YOU, JENNY. I DON'T KNOW WHAT I CAN DO ABOUT THIS... IT ISN'T EXACTLY MY AREA.

ANYTHING WOULD BE GOOD, MR. PARKER.

ANYTHING.



ALL RIGHT... I'LL MAKE SOME CALLS. CHECK WITH SOME FRIENDS. SEE WHAT I CAN DO.

THANKS. BECAUSE MR. PARKER...?



JOHNNY'LL BE BACK SOON. I DON'T... I JUST DON'T WANT ANYTHING ELSE TO HAPPEN TO HIM, Y'KNOW?



YEAH. I KNOW.

I'LL CHECK BACK LATER IF I HEAR ANYTHING.



HE'S CUTE... YOU DIDN'T SAY HE WAS CUTE...

HE'S MY TEACHER, SUSIE, JEEZ...

OKAY, OKAY, BUT HE'S STILL CUTE...



GO FOR THE ULTIMATE SPIN
3 MAY

"...IN, Y'KNOW,
A DORKY SORT
OF WAY."

Y'KNOW...THERE
ARE NIGHTS I
JUST FEEL STUPID.

I MAKE THREE PHONE
CALLS TO THE POLICE,
AND I GET NOTHING.
NADA. TWO CALLS TO
SOCIAL WORKERS.
MORE NADA.

OR WOULD
THAT BE
LESS NADA?

A WHOLE
LOTTANADA?
NADALOT?

NUTS.

HEY, LOIS,
C'MON OUT ON
THE FIRE ESCAPE,
IT'S COOLER OUT
HERE, I GOT
POPCORN.

BUTTERED
OR PLAIN?

BUTTERED.

REAL
BUTTER OR
THAT FAKE
STUFF?

REAL
BUTTER.

SPIDER-MAN
IN THEATERS ONLY

GO FOR THE ULTIMATE SPIN
3 MAY 2002

BE YOU



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WHO'RE YOU TALKING TO? AND HEY, WHAT'S THE IDEA OF EATING ALL THE POPCORN?

I LOVE LIVING IN THE CITY.



OTHER THAN THAT, WHAT DO I HAVE TO WORK WITH? NOTHING. ALL I CAN DO IS WAIT FOR SOMETHING TO HAPPEN AND REACT.

I NEED RESOURCES LIKE...A SPIDER-CAVE. WITH COMPUTERS. AND MAYBE A SMART SIDEKICK. KID PUPA. ARACHNO-BOY. WEBBIE. SOMETHING OR OTHER.

I NEED...



I NEED SOMETHING TO WASH THIS DOWN WITH.

CHHHKK... CHHHKKKK...



UH-OH...



SOMETHING'S WRONG.

REALLY WRONG.

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FELT IT FROM SOMEWHERE AROUND HERE. WHERE THE --

HELP!

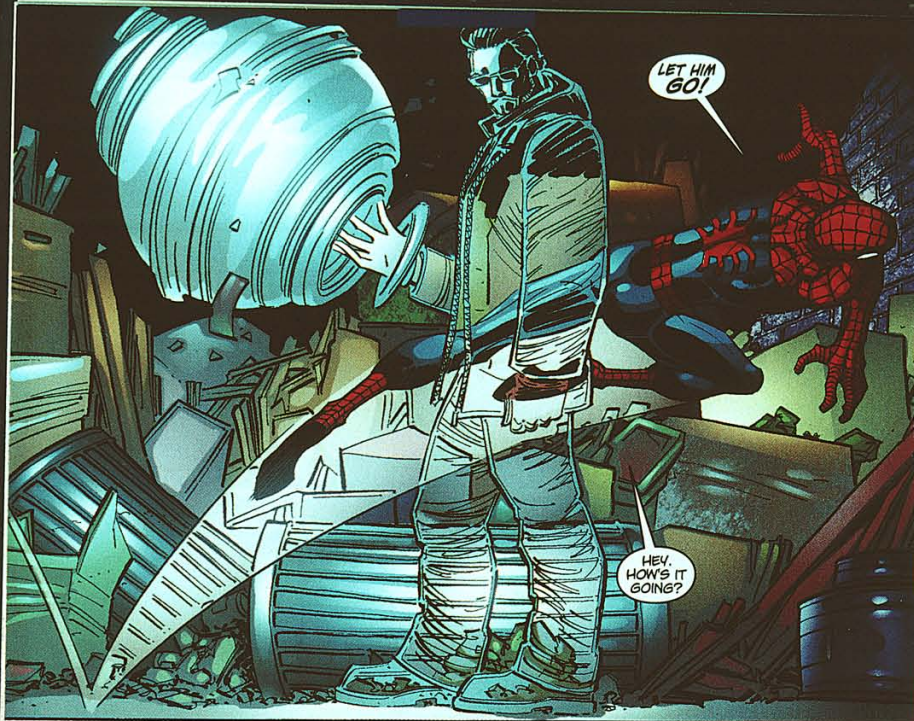


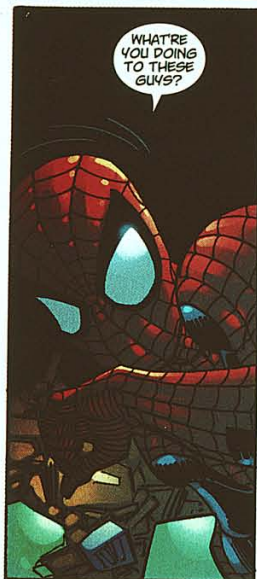
OH, JEEZ...



HELP MEEEEEEEEEE...

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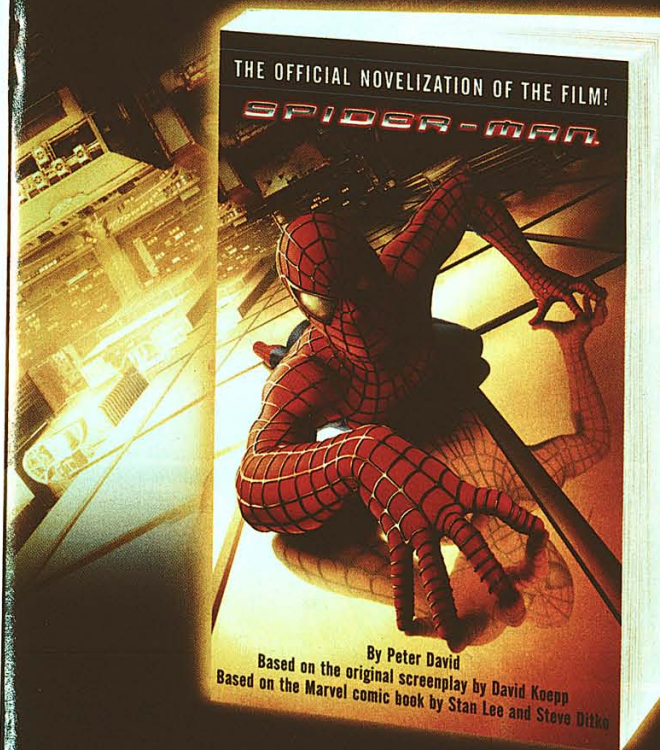




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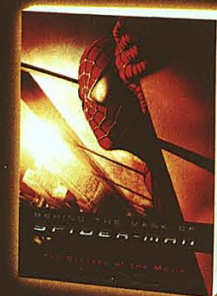
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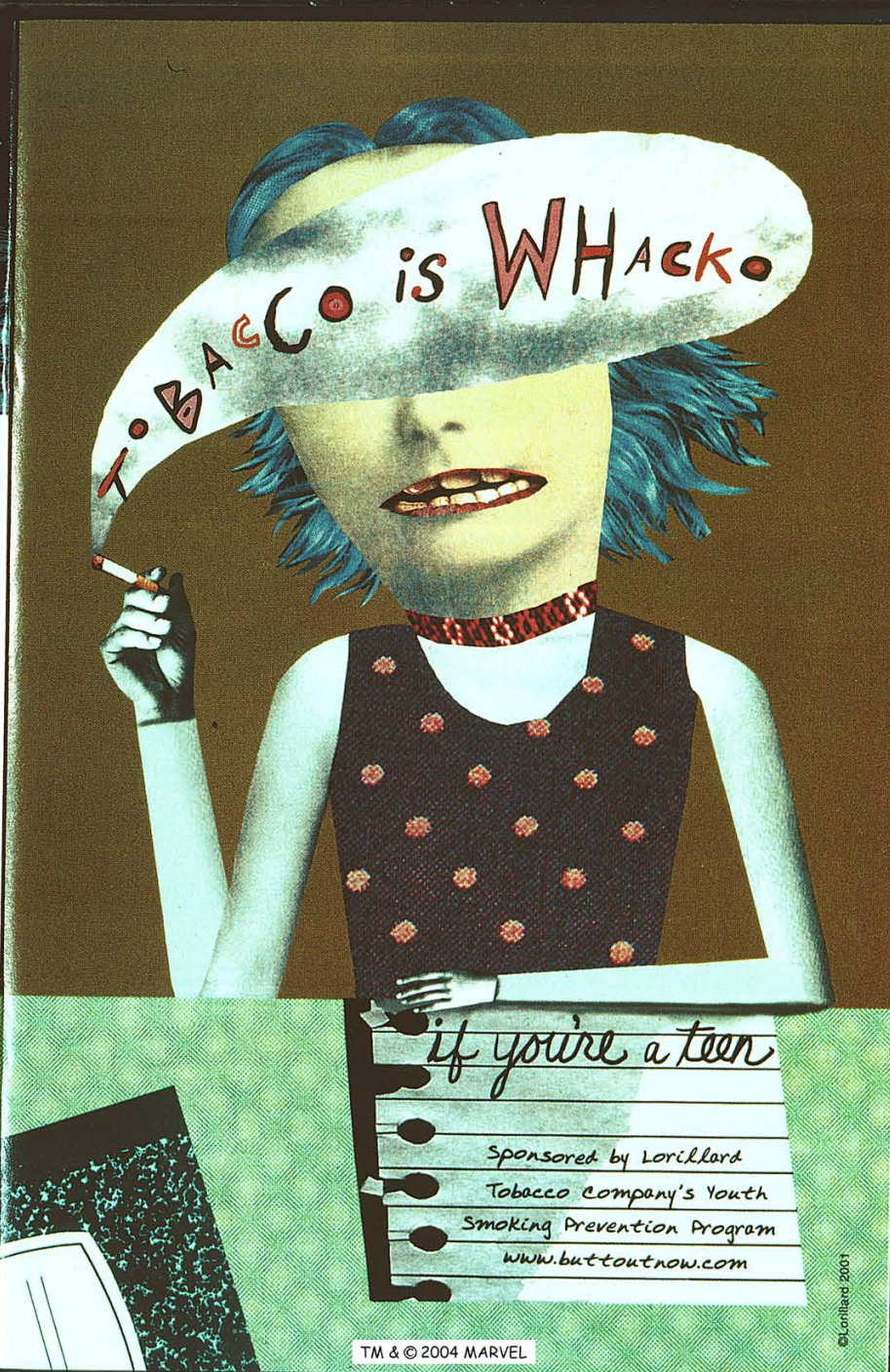
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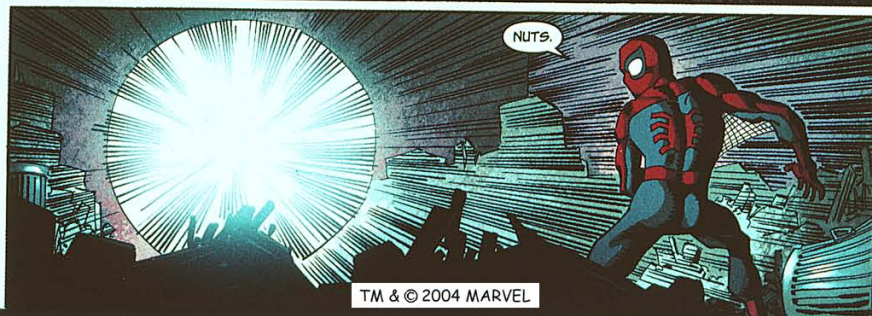


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I SPEND THE NEXT TWENTY MINUTES CHECKING OUT EVERY INCH OF THE ALLEY. NO SIGN OF ANY DEVICES. NO INSTRUMENTATION. NO NOTHING. WHATEVER HE DID, HE DID IT ON HIS OWN.

BUT AT LEAST I KNOW MORE NOW THAN I DID AN HOUR AGO.

I KNOW SOMEBODY'S TAKING PEOPLE INTO WHAT LOOKS LIKE ANOTHER KIND OF SPACE. I KNOW THAT THERE'S SOME KIND OF QUID PRO QUO GOING ON HERE, AND THAT HE WAS IN STR.

BETWEEN THAT AND THE BLACK STAR TATTOO, AT LEAST I'VE GOT SOMEWHERE TO START.

WHAT I DON'T HAVE IS WHAT HIS CONNECTION IS TO THE NEIGHBORHOOD, AND WHY MAINLY GO AFTER GUYS WHO'RE USERS?

ONE THING AT A TIME, PETER. ONE THING AT A TIME.

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THIS IS *SO* EMBARRASSING.

HAVING TO PUT ON MAKEUP SO AUNT MAY WON'T FLIP OUT AT THE BRUISES. BUT IT'S NECESSARY. SHE'S STILL ADJUSTING TO THE TRUTH, AND I'D LIKE TO EASE HER INTO IT WITH A MINIMUM OF TRAUMA.

HOW MANY SUPER HEROES HAVE TO WORRY ABOUT MATCHING THEIR SKIN TONE TO THE RIGHT FOUNDATION?

WELL, OKAY, THERE'S ALWAYS SHE-HULK.

GOOD THING I GOT TO SEE MJ PUTTING HERSELF THROUGH HER PAGES EVERY MORNING. LOOKING FLAWLESS DOESN'T COME EASY.

NOT THAT SHE EVER NEEDED ANYTHING TO LOOK FLAWLESS TO ME.

BRING

COMING...

HEY, AND HOW'S THE PRETTIEST LADY THIS SIDE OF THE MONA LISA DOING TODAY?

FINE, PETER. YOU'RE LOOKING WELL.

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to be
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- ☐ XFO X-Force
- ☐ MEN New X-Men
- ☐ XTR X-Treme X-Men

MARVEL ULTIMATES

- ☐ ULA The Ultimates
- ☐ USP Ultimate Spider-Man
- ☐ UXM Ultimate X-Men

SPIDER-MAN

- ☐ AMZ Amazing Spider-Man
- ☐ SPI Peter Parker, Spider-Man
- ☐ TAW Spider-Man: Tangled Web
- ☐ SPG Spider-Girl

MARVEL HEROES

- ☐ AVE Avengers
- ☐ BPR Black Panther
- ☐ CAM Captain America
- ☐ CMV Captain Marvel
- ☐ FAN Fantastic Four
- ☐ INC Hulk
- ☐ IRM Iron Man
- ☐ THO Thor
- ☐ BLT Thunderbolts

MARVEL KNIGHTS

- ☐ DDV Daredevil
- ☐ ELK Elektra (Mature Readers)
- ☐ PUN Punisher (Mature Readers)

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the troublemaker

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MONSTER WEDGIE SOUR.

and **THEN**, all of a sudden,
he goes **SWEET** on YOU.

What gives.



We wanted them to be Life Savers.
They don't care what we want.

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